

PROCEEDINGS OF THE AGING & DISABILITY RESOURCE CENTER OF BROWN
NOMINATING COMMITTEE MEETING

February 18, 2013

PRESENT: Joan Swigert, Pat Hickey, Tom Diedrick

ALSO PRESENT: Devon Christianson, Christel Giesen, Arlene Westphal

PLEDGE OF ALLEGIANCE.

ADOPTION OF AGENDA: A motion was made by Ms. Hickey and seconded by Ms. Swigert to adopt the February 18, 2013 agenda. **MOTION CARRIED.**

COMMENTS FROM THE PUBLIC: None.

REVIEW OF BOARD OFFICERS AND COMMITTEES:

- A. **COMMITTEE RESTRUCTURE:** Ms. Christianson stated that the ADRC sub-committees handout, that was included in the Nominating Committee board packet, outlined the committee structure that had been set up years ago and no longer meets the needs of the agency. After lengthy discussion, members of the Nominating Committee unanimously agreed to terminate the Finance, Program & Advocacy, Long Term Care, Resource Planning, and By-Laws Committees and to combine the responsibilities into 2 new committees: HR & Nominating Committee, Executive & Finance Committee. The group agreed that Ad-Hoc Committees would be mobilized as needed. The Executive & Finance Committee will be comprised of the Chairperson of the Board, the Vice-Chair, the Secretary, the Treasurer, and 1 member at large (a past board president or current/past board member). Ms. Swigert volunteered to serve on the HR & Nominating Committee, in addition and Ms. Christianson will approach Ms. Relich as a potential candidate for that committee. Ms. Christianson will write committee descriptions and share with Mr. Diedrick prior to the ADRC Board of Directors meeting February 28th. If the board approves the new committee structure on February 28th, the By-Laws will need to be amended. Ms. Christianson and Mr. Diedrick will review the By-Laws, make tentative changes and forward them to the Executive Committee for recommendations. The full ADRC Board of Directors will need to approve the By-Law amendments in March.
- B. **PLANNING FOR 2014 VACANCIES:** Ms. Christianson noted that at the end of 2013 there would be 2 board members leaving office and 3 members leaving at the end of 2014. She reviewed the ADRC Board Membership Requirements, Conflict of Interest, Population Representation requirements and duties of an ADRC Governing Board. The group noted that there may be many good candidates, but they must also meet the Board Member Requirements, which is sometimes difficult. The Nomination Committee agreed to return to the original terms of office composition, as outlined in the current By-Laws when filling these vacancies in order to stagger terms in office. The goal would be to reduce the large turnover of several positions at once due to the current term expiration schedule.

RECOMMENDATIONS FOR SLATE OF OFFICERS: The current ADRC Board of Director's Officers were reviewed. Mr. Diedrick volunteered to remain as chairperson. It was felt that Mr. Pamperin would be willing continue to serve as Vice Chairperson as well as Ms. Brasch as Treasurer. Mr. Diedrick will approach Barb Robinson prior to the February ADRC Board meeting to see if she would be willing to join the Executive & Finance Committee. Ms. Hickey volunteered to serve as Secretary and on the Executive Committee. The slate of officers will be presented during the Nominations Committee report at the February meeting.

Ms. Swigert moved and Ms. Hickey seconded to submit Mr. Diedrick for Chairperson, Mr. Pamperin for Vice Chairperson, Ms. Brasch for Treasurer and Ms. Hickey for Secretary as their slate of officers to be presented to the full board. **MOTION CARRIED.**

ANNOUNCEMENTS: None.

NEXT MEETING – IF REQUIRED: The next meeting will be scheduled for some time in August.

ADJOURN: Ms. Hickey moved and Ms. Swigert seconded to adjourn the meeting. **MOTION CARRIED.** The meeting adjourned at 1:03 p.m.

Respectfully submitted,

Arlene Westphal, Secretary